Dion W. Hayes (VSB No. 34304) John H. Maddock III (VSB No. 41044) MCGUIREWOODS LLP Gateway Plaza 800 East Canal Street Richmond, VA 23219-3916

Telephone: (804) 775-1178 Facsimile: (804) 698-2186

Email: dhayes@mcguirewoods.com jmaddock@mcguirewoods.com

Counsel to Plaintiff Black Diamond Commercial Finance, LLC

IN UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re: Chapter 11 Case No. 15-32450 (KLP) PATRIOT COAL CORPORATION, et al., Jointly Administered Debtors. BLACK DIAMOND COMMERCIAL FINANCE, LLC,

Plaintiff,

v.

VIRGINIA CONSERVATION LEGACY FUND, INC. and ERP COMPLIANT FUELS, LLC,

Defendants.

Adv. Proc. No. 16-03105 (KLP)

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VIRGINIA CONSERVATION LEGACY FUND, INC. and ERP COMPLIANT FUELS, LLC,

Counterclaim-Plaintiffs,

v.

BLACK DIAMOND COMMERCIAL FINANCE, LLC,

Counterclaim-Defendant.

MOTION FOR ENTRY OF AN ORDER AUTHORIZING CLARENCE WILLIAM PHILLIPS, DIANNE COFFINO, DAVID ZORIAN PINSKY, ALEXANDER SETZEPFANDT, AND GILLIAN KASSNER FROM COVINGTON & BURLING LLP TO APPEAR AND PRACTICE PRO HAC VICE ON BEHALF OF PLAINTIFF BLACK DIAMOND COMMERCIAL FINANCE, LLC

John H. Maddock III, a partner with McGuireWoods LLP (the "Movant"), a member in good standing of the Bar of the Commonwealth of Virginia and admitted to practice before the United States Bankruptcy Court for the Eastern District of Virginia (the "Court"), hereby moves the Court for the entry of an order (the "Order"), substantially in the form of **Exhibit A**, authorizing Clarence William Phillips, Dianne Coffino, and David Zorian Pinsky, partners in the law firm of Covington & Burling LLP, 620 Eighth Ave, New York, NY 10018, and Alexander Setzepfandt and Gillian Kassner, associates in the law firm of Covington & Burling LLP, 620 Eighth Ave, New York, NY 10018 (collectively, the "Admittees") to appear and practice *pro hac vice* on behalf of Plaintiff and Counterclaim-Defendant Black Diamond Commercial Finance, LLC ("Black Diamond"), in the above-captioned case and any adversary proceedings pursuant to Rule 2090-1(E)(2) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia. In support of this motion, the Movant states as follows.

Relief Requested

By this motion, the Movant seeks an order authorizing the Admittees to appear and practice *pro hac vice* on behalf of Plaintiff and Counterclaim-Defendant Black Diamond Commercial Finance, LLC.

Clarence William Phillips is a member in good standing of the Bar of the State of New York and is admitted to practice before the United States District Court for the Southern District of New York and the United States District Court for the Eastern District of New York. There are no disciplinary proceedings pending against him.

Dianne Coffino is a member in good standing of the Bar of the State of New York and is admitted to practice before the United States District Court for the Southern District of New York, the United States District Court for the Eastern District of New York, and the First, Second, Third, and Ninth Circuit Courts of Appeals. There are no disciplinary proceedings pending against her.

David Zorian Pinsky is a member in good standing of the Bar of the State of New York and is admitted to practice before the United States District Court for the Southern District of New York, the United States District Court for the Eastern District of New York, and the United States District Court for the Eastern District of Michigan. There are no disciplinary proceedings pending against him.

Alexander Setzepfandt is a member in good standing of the Bar of the State of New York. There are no disciplinary proceedings pending against him.

Gillian Kassner is a member in good standing of the Bar of the State of New York and is admitted to practice before the United States Court of Federal Claims There are no disciplinary proceedings pending against her.

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The Admittees' applications are attached hereto as **Exhibit B** and incorporated by

reference into this Motion (collectively, the "Applications").

Waiver of Memorandum of Points and Authorities

Movant respectfully requests that the Court treat this Motion as a written memorandum

of points and authorities or waive any requirement that this Motion be accompanied by a written

memorandum of points and authorities as described in Local Bankruptcy Rule 9013-1(G).

WHEREFORE, for the reasons set forth herein, the Movant respectfully requests that the

Court enter the Order, substantially in the form attached hereto as **Exhibit A**, (a) authorizing the

Admittees to appear and practice pro hac vice on behalf of Plaintiff and Counterclaim-Defendant

Black Diamond Commercial Finance, LLC, and (b) granting such other and further relief as is

just and proper.

Dated: May 6, 2016

Richmond, Virginia

MCGUIREWOODS LLP

By: /s/ John H. Maddock III

Dion W. Hayes (VSB No. 34304)

John H. Maddock III (VSB No. 41044)

MCGUIREWOODS LLP

Gateway Plaza

800 East Canal Street

Richmond, VA 23219-3916

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Email: dhayes@mcguirewoods.com

imaddock@mcguirewoods.com

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EXHIBIT A

Proposed Order

IN UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re:

PATRIOT COAL CORPORATION, et al.,

Case No. 15-32450 (KLP)

Debtors.

Jointly Administered

Chapter 11

BLACK DIAMOND COMMERCIAL FINANCE, LLC,

Adv. Proc. No. 16-03105 (KLP)

Plaintiff,

v.

VIRGINIA CONSERVATION LEGACY FUND, INC. and ERP COMPLIANT FUELS, LLC,

Defendants.

VIRGINIA CONSERVATION LEGACY FUND, INC. and ERP COMPLIANT FUELS, LLC,

Counterclaim-Plaintiffs,

v.

BLACK DIAMOND COMMERCIAL FINANCE, LLC,

Counterclaim-Defendant.

ORDER AUTHORIZING

CLARENCE WILLIAM PHILLIPS, DIANNE COFFINO, DAVID ZORIAN PINSKY, ALEXANDER SETZEPFANDT, AND GILLIAN KASSNER FROM COVINGTON & BURLING LLP TO APPEAR AND PRACTICE *PRO HAC VICE* ON BEHALF OF PLAINTIFF BLACK DIAMOND COMMERCIAL FINANCE, LLC

Upon the motion (the "Motion") of John H. Maddock III of McGuireWoods LLP (the "Movant") for the admission *pro hac vice* of Clarence William Phillips, Dianne Coffino, and

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David Zorian Pinsky, partners in the law firm of Covington & Burling LLP, 620 Eighth Ave, New York, NY 10018, and Alexander Setzepfandt, and Gillian Kassner, associates in the law firm of Covington & Burling LLP, 620 Eighth Ave, New York, NY 10018 (collectively, the "Admittees") pursuant to Local Bankruptcy Rule 2090-1(E)(2), all as more fully set forth in the Motion; Movant provided appropriate notice of the Motion, and the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

- 1. The Motion is granted as set forth herein.
- 2. Clarence William Phillips, Dianne Coffino, David Zorian Pinsky, Alexander Setzepfandt, and Gillian Kassner are authorized to appear and practice *pro hac vice* on behalf of Plaintiff and Counterclaim-Defendant Black Diamond Commercial Finance, LLC in the above-captioned chapter 11 case and any related proceedings. The Applications attached to the Motion as **Exhibit B** are hereby approved.
- 3. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

Richmond, Virginia	
Dated:	
	HONORABLE KEITH L. PHILLIPS
	UNITED STATES BANKRUPTCY JUDGE

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WE ASK FOR THIS:

/s/ John H. Maddock III

Dion W. Hayes (VSB No. 34304)
John H. Maddock III (VSB No. 41044)
MCGUIREWOODS LLP
Gateway Plaza
800 East Canal Street
Richmond, VA 23219-3916
Telephone: (804) 775-1178

Telephone: (804) 775-1178 Facsimile: (804) 698-2186

Email:dhayes@mcguirewoods.com jmaddock@mcguirewoods.com

Counsel to Plaintiff Black Diamond Commercial Finance, LLC

<u>CERTIFICATION OF ENDORSEMENT</u> UNDER BANKRUPTCY RULE 9022-(1)(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

Dated: May 6, 2016 /s/ John H. Maddock III

EXHIBIT B TO MOTION AND ORDER

Admittees' Applications

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In Case No.: 15-32450 (KLP),* Case	e Name In re: Patriot Coal Co	rporation, et al.
Pl	ERSONAL STATEMENT	
FULL NAME (no initials, please) Clarence William	iam Phillips	
Bar Identification Number 1885573	State New York	
Firm Name Covington & Burling LLP		
	rect Dial # 212.841.1081	FAX # 212.841.1010
E-Mail Address cphillips@cov.com	vilding 620 Eighth Assess N	V1. NV 10010
Office Mailing Address The New York Times Bu Name(s) of federal court(s) in which I have been		
and 1st, 2nd, 3rd, 9th, and 10th Circuit Courts of App		of New York, Eastern District of New York,
I certify that the rules of the federal court in the admission privilege to members of the bar of the	district in which I maintain	
I have not been reprimanded in any court nor ha as a member of the bar.	s there been any action in a	ny court pertaining to my conduct or fitness
I hereby certify that, within 90 days before the s and that my knowledge of the Federal Rules of Federal Rules of Evidence is current.	Civil Procedure, the Federal	
I, the undersigned, do certify that I am a member applicant personally, that the said applicant posses Court; that I have examined the applicant's personal standing are good, and petition the court to a	er of the bar of this Court, no sesses all of the qualification onal statement. I affirm tha admit the applicant <i>pro hac</i>	ot related to the applicant; that I know the ns required for admission to the bar of this t his/her personal and professional characte
/s/ John H. Maddock III	May 6, 2016	
(Signature)	(Date)	
John H. Maddock III		
(Typed or Printed Name)	PER (00000 P.)	
*Pro hac vice admission in a case shall include	an adversary proceeding(s)	in the case.

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UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In Case No.: 15-32450 (KLP)	* Case Name In re: Patriot Coal Corpora	ition, et al.
	PERSONAL STATEMENT	
FULL NAME (no initials, please) Diana	ne Coffino	
Bar Identification Number 2296465	State New York	
Firm Name Covington & Burling LLP		MILLINES SIST THRUC - A DURING SERVICE OF THE SERVI
Firm Phone # (212) 841-1000	Direct Dial # (212) 841-1043	FAX # (212) 841-1010
E-Mail Address dcoffino@cov.com		
	Times Building, 620 Eighth Avenue, New Y	
Name(s) of federal court(s) in which I h	have been admitted SDNY, EDNY, First, S	econd, Third and Ninth Circuits
I certify that the rules of the federal cou admission privilege to members of the b	ort in the district in which I maintain my coar of the Eastern District of Virginia.	office extend a similar pro hac vice
I have not been reprimanded in any cou as a member of the bar.	rt nor has there been any action in any co	ourt pertaining to my conduct or fitness
	Fore the submission of this application, I leaders of Civil Procedure, the Federal Rule	
	Applican	t's Signature)
applicant personally, that the said applicant; that I have examined the applicant	a member of the bar of this Court, not release to possesses all of the qualifications reant's personal statement. I affirm that his court to admit the applicant <i>pro hac vice</i> .	quired for admission to the bar of this /her personal and professional character
/s/ John H. Maddock III	May 6, 2016	
(Signature)	(Date)	
John H. Maddock III		
(Typed or Printed Name)	A CONTRACT OF THE PROPERTY OF	
*Pro hac vice admission in a case shall	include an adversary proceeding(s) in the	e case.

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UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In Case No.: 15-32450 (KLP),* C	Case Name In re: Patriot Coal Corpo	ration, et al.
	PERSONAL STATEMENT	
FULL NAME (no initials, please) David Zori	ian Pinsky	
Bar Identification Number 4404943	State New York	
Firm Name Covington & Burling LLP		
Firm Phone # (212) 841-1000	Direct Dial # (212) 841-1177	FAX # (212) 841-1010
E-Mail Address dpinsky@cov.com		C 100-4 PC - C 100 PC
Office Mailing Address The New York Time		
Name(s) of federal court(s) in which I have I	been admitted U.S. District Court for the Southern District of New Y	Eastern District of New York; U.S. District Court for the York; U.S. District Court for the Eastern District of Michigan
I certify that the rules of the federal court in admission privilege to members of the bar of		office extend a similar pro hac vice
I have not been reprimanded in any court no as a member of the bar.	r has there been any action in any	court pertaining to my conduct or fitness
I hereby certify that, within 90 days before the and that my knowledge of the Federal Rules Federal Rules of Evidence is current.	of Civil Procedure, the Federal R	
I, the undersigned, do certify that I am a mer applicant personally, that the said applicant I Court; that I have examined the applicant's p and standing are good, and petition the court	possesses all of the qualifications to personal statement. I affirm that h	required for admission to the bar of this is/her personal and professional character
/s/ John H. Maddock III	May 6, 2016	
(Signature)	(Date)	5-5-5-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1
John H. Maddock III		
(Typed or Printed Name)		
*Pro hac vice admission in a case shall inclu	ide an adversary proceeding(s) in t	the case.
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UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In Case No.: 15-32450 (KLP) ,* Case Name	In re: Patriot Coal Corporation, et al.
PERSONA	AL STATEMENT
FULL NAME (no initials, please) Alexander Setzepfandt	
Bar Identification Number 5405626 State Ne	w York
Firm Name Covington & Burling LLP	
	# (212) 841-1210 FAX # (646) 441-9210
E-Mail Address asetzepfandt@cov.com	
Office Mailing Address The New York Times Building, 6	
Name(s) of federal court(s) in which I have been admitted	ed
admission privilege to members of the bar of the Eastern I have not been reprimanded in any court nor has there bas a member of the bar. I hereby certify that, within 90 days before the submission	n which I maintain my office extend a similar pro hac vice a District of Virginia. been any action in any court pertaining to my conduct or fitness on of this application, I have read the Local Rules of this Court beedure, the Federal Rules of Bankruptcy Procedure, and the (Applicant's Signature)
applicant personally, that the said applicant possesses al	bar of this Court, not related to the applicant; that I know the I of the qualifications required for admission to the bar of this ement. I affirm that his/her personal and professional character applicant <i>pro hac vice</i> .
/s/ John H. Maddock III	May 6, 2016
(Signature)	(Date)
John H. Maddock III	
(Typed or Printed Name)	

^{*}Pro hac vice admission in a case shall include an adversary proceeding(s) in the case.

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UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In Case No.: 15-32450 (KLP),* Case Na	me In 1	e: Patriot Coal Corporat	tion, et al.
PERS	ONAL	STATEMENT	
FULL NAME (no initials, please) Gillian Kassner			
-	e NY		
Firm Name Covington & Burling LLP			
	Dial#_	(212) 841-1206	FAX #_ (646) 441-9206
E-Mail Address gkassner@cov.com			
Office Mailing Address Covington & Burling LLP c			
Name(s) of federal court(s) in which I have been ad	mitted _	U.S. Court of Federal C	<u> Llaims</u>
I certify that the rules of the federal court in the dist admission privilege to members of the bar of the Ea			ffice extend a similar pro hac vice
I have not been reprimanded in any court nor has that as a member of the bar.	ere bee	n any action in any co	urt pertaining to my conduct or fitness
I hereby certify that, within 90 days before the submand that my knowledge of the Federal Rules of CiviFederal Rules of Evidence is current.		dure, the Federal Rule	
I, the undersigned, do certify that I am a member of applicant personally, that the said applicant possess Court; that I have examined the applicant's persona and standing are good, and petition the court to adm	es all of l statem	the qualifications requent. I affirm that his/	quired for admission to the bar of this her personal and professional character
/s/ John H. Maddock III	Ma	y 6, 2016	
(Signature)	(D	Pate)	
John H. Maddock III			
(Typed or Printed Name)	_		
*D I	4	na mana adia a ZaNia di	
*Pro hac vice admission in a case shall include an a	aversar	y proceeding(s) in the	case.